

Exhibit 1

Third Supplemental Goldin Declaration

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*Counsel for the Board of Each of PG&E Corporation and
Pacific Gas and Electric Company and for Certain
Current and Former Independent Directors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

** All papers shall be filed in the Lead Case
No. 19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**THIRD SUPPLEMENTAL
DECLARATION OF NICHOLAS
GOLDIN RELATING TO THE
RETENTION OF SIMPSON THACHER &
BARTLETT LLP AS COUNSEL FOR THE
BOARD OF DIRECTORS OF EACH OF
PG&E CORPORATION AND PACIFIC
GAS AND ELECTRIC COMPANY AND
FOR CERTAIN CURRENT AND
FORMER INDEPENDENT DIRECTORS
PURSUANT TO ORDER ENTERED MAY
10, 2019 [DOCKET NO. 1979]**

1 I, Nicholas Goldin, being duly sworn, declare the following under penalty of perjury:

2 I am a partner in the law firm of Simpson Thacher & Bartlett LLP ("**Simpson Thacher**"),
3 with an office at 425 Lexington Avenue, New York, New York 10017. I am a member in good
4 standing of the Bar of the State of New York, and there are no disciplinary proceedings pending
5 against me.

6 This Third Supplemental Declaration (the "**Third Supplemental Declaration**") provides
7 additional disclosures relating to the retention of Simpson Thacher as counsel to (i) the Board of
8 Directors (the "**Board**") of each of PG&E Corporation and Pacific Gas and Electric Company, as
9 the Board may be constituted from time to time, and as counsel to the members of the Board from
10 time to time in their capacities as members of the Board, under section 327(e) of the Bankruptcy
11 Code (the "**Board Representation**") and (ii) certain current and former independent directors in
12 their individual capacities who serve or served as independent directors prior to and/or as of the
13 Filing Date (each an "**Independent Director**" and collectively, the "**Independent Directors**")
14 (the "**Independent Director Representation**") under section 363 of the Bankruptcy Code. The
15 Board Representation and the Independent Director Representation were authorized by Order
16 entered May 10, 2019 [Docket No. 1979].

17 This Third Supplemental Declaration supplements the *Declaration of Michael H. Torkin*
18 *in Support of the Motion Pursuant to 11 U.S.C. § 363 Authorizing the Debtors to Pay the Fees and*
19 *Expenses of Simpson Thacher & Bartlett LLP as Counsel to the Independent Directors of PG&E*
20 *Corp.* [Docket No. 1183] (the "**Torkin Declaration**"), the *Supplemental Declaration of Michael*
21 *H. Torkin in Support of the Motion Pursuant to 11 U.S.C. § 363 Authorizing the Debtors to Pay*
22 *the Fees and Expenses of Simpson Thacher & Bartlett LLP as Counsel to the Independent*
23 *Directors of PG&E Corp. (As Modified As Described Herein)* [Docket No. 1802] (the
24 "**Supplemental Torkin Declaration**") and *Second Supplemental Declaration of Michael H.*
25 *Torkin Relating to the Retention of Simpson Thacher & Bartlett LLP as Counsel for the Board of*
26 *Directors of Each of PG&E Corporation and Pacific Gas and Electric Company and for Certain*

1 *Current and Former Independent Directors Pursuant to Order Entered May 10, 2019* [Docket
2 No. 3171] (the “**Second Supplemental Torkin Declaration**”).

3 Simpson Thacher provides the following updates to the Schedules to the Torkin
4 Declaration, as supplemented by the Supplemental Torkin Declaration and the Second
5 Supplemental Torkin Declaration:

6 (i) **Schedule 2(b) [Interested Parties as Described in the Torkin Declaration]:** 683
7 Capital Partners, LP, AIG Specialty Insurance Company, Allianz Global Corporate & Specialty,
8 American Bankers Insurance Company, American Bankers Insurance Company of Florida,
9 American Home Assurance Company, American Modern Insurance Group, American Security
10 Insurance Company, AmTrust North America, AmTrust Syndicate 1206, Anchorage Capital
11 Group, L.L.C., Angelo, Gordon & Co., L.P., Apollo Global Management LLC, Arch Insurance
12 (Bermuda), Arch Insurance Company (Europe) Limited, Aspen Insurance, Aspen Specialty
13 Insurance, Assurant Entities/Group of Carriers, AT&T, AT&T Corp., AT&T Corporate Real
14 Estate, AT&T Mobility II LLC, AT&T Network, AT&T PCS Wireless Services, Berkshire
15 Hathaway Guard Ins., Berkshire Hathaway Specialty Insurance Company, Canopus Syndicate
16 4444, Capital Group, Centerbridge Partners LP, Citigroup Financial Products, Inc., Citigroup
17 Global Markets Inc., Constitution State Services, LLC, Crockett Cogeneration, D.E. Shaw
18 Galvanic Portfolios, L.L.C., D.E. Shaw Kalon Portfolios, L.L.C., D.E. Shaw Orienteer Portfolios,
19 L.L.C., Deutsche Bank Securities Inc., Empyrean Capital Partners, Endurance Specialty Insurance
20 Company, LP, Fidelity and Guaranty Insurance Underwriters Inc., Fidelity Management &
21 Research Company, First Specialty Insurance Corporation, Fugro USA Land, Inc., Fugro USA
22 Marine, Inc., Garrison Property and Casualty Company, Golden Tree Asset Management, LP,
23 Great Lakes Insurance SE, Great Lakes Insurance SE (Munich), Great Lakes Insurance (UK) S.E.,
24 HSBC Bank plc, KBIC Insurance Company, K. Hovanian California Regions, Inc., Knighthead
25 Capital Management, LLC, David Koch, Koch Energy Svc, Koch Supply and Trading, LP, Lloyds
26 of London Munich Re, Northland Insurance, Oak Hill Advisors, L.P., Oaktree Capital
27 Management, L.P., Och-Ziff Capital Management Group LLC, OneBeacon/Atlantic Specialty Ins.

Co., Oracle Corporation, Pacific Bell Telephone Company, Pacific Investment Management Company LLC, PURE Insurance, QBE Americas, Inc., QBE European Operations, Serengeti Asset Management LP, Southwestern Bell Telephone LP, Standard Guaranty Insurance Company, SteelMill Master Fund LP c/o PointState Capital LP, Taconic Capital Advisors LP, The Insurance Company of the State of Pennsylvania, The Mosaic Company, The Northfield Insurance Company, TPG Sixth Street Partners, LLC, Travelers Commercial Insurance Company, Underwriters at Lloyd's (Travelers Syndicate) No. TRV 5000, United Services Automobile Association, United States Liability Insurance Company, U.S. Bank N.A. Global Corporate Trust Services, Voyager Indemnity Insurance Company, WPX Energy Mktg, XL American Insurance, Inc., and York Capital Management Global Advisors, LLC.

(iii) **Schedule 2(c) [Interested Parties For Whom Additional Information Is Needed]:**

Charles Thompson, Director of Industrial, Dodge, Moya, and Ramirez.

To the extent that any new relevant facts or relationships bearing on the matters described herein during the period of Simpson Thacher's retention are discovered or arise, Simpson Thacher will use reasonable efforts to file promptly a supplemental declaration, as required by Bankruptcy Rule 2014(a).

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: February 6, 2020

/s/ Nicholas Goldin

Nicholas Goldin

Simpson Thacher & Bartlett LLP